

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

<p>In re:</p> <p>FTX TRADING LTD., <i>et. al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 22-11068 (JTD)</p> <p>(Jointly Administered)</p> <p>Hearing Date: Only if objections are filed</p> <p>Objections Due: March 27, 2023 at 4:00 p.m. (ET)</p>
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**SECOND MONTHLY FEE STATEMENT OF ALIXPARTNERS, LLP, FORENSIC
INVESTIGATION CONSULTANT TO THE CHAPTER 11 DEBTORS AND
DEBTORS-IN-POSSESSION, FOR COMPENSATION FOR PROFESSIONAL SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED FOR
THE PERIOD FROM JANUARY 1, 2023 THROUGH JANUARY 31, 2023**

Name of Applicant:	ALIXPARTNERS, LLP
Authorized to provide professional services to:	The Debtors and Debtors-in-Possession
Date of Retention:	January 20, 2023 <i>nunc pro tunc</i> to November 28, 2022 [Docket No. 546]
Period for which compensation and reimbursement is sought:	January 1, 2023 through January 31, 2023
Amount of compensation sought as actual, reasonable and necessary:	\$2,114,603.25
80% of Compensation sought as actual, reasonable and necessary:	\$1,691,682.60 (80% of \$2,114,603.25)
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$9,074.28

This is a(n): ☒ Monthly ☐ Interim ☐ Final application

The total time expended for fee application preparation is approximately 53.5 hours and the corresponding compensation requested is approximately \$31,573.50.

¹ The last four digits of FTX Trading Ltd.'s and Alameda Research LLC's tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

ALIXPARTNERS, LLP**SUMMARY OF MONTHLY FEE STATEMENTS**

Date Filed; Docket No.	Period	Requested		Paid		Certificate of No Objection	Amount Outstanding
		Fees	Expenses	Fees	Expenses		
02/07/2023 Docket #645	11/28/2022 - 12/31/2022	\$ 1,103,379.25	\$ 21,288.04	\$ 882,703.40	\$ 21,288.04	02/28/2023 Docket #780	\$ 220,675.85
03/06/2023 Docket #N/A	01/01/2023 - 01/31/2023	\$ 2,114,603.25	\$ 9,074.28				
Total		\$ 3,217,982.50	\$ 30,362.32	\$ 882,703.40	\$ 21,288.04		\$ 220,675.85

ALIXPARTNERS, LLP**SUMMARY OF HOURS AND FEES BY PROFESSIONAL
JANUARY 1, 2023 THROUGH JANUARY 31, 2023**

Professional	Title	Rate¹	Hours	Fees
Matthew Jacques	Partner & Managing Director	\$1,280	61.8	\$ 79,104.00
Charles Cipione	Partner & Managing Director	\$1,220	117.6	143,472.00
Matthew Evans	Partner & Managing Director	\$1,220	47.0	57,340.00
David J White	Partner & Managing Director	\$1,140	104.8	119,472.00
David Waterfield	Partner	\$1,115	27.8	30,997.00
John C LaBella	Partner	\$1,115	155.6	173,494.00
Lilly M Goldman	Partner	\$1,115	169.4	188,881.00
Elizabeth S Kardos	Partner	\$800	12.9	10,320.00
Mark Cervi	Director	\$1,020	142.0	144,840.00
Adam Searles	Director	\$950	129.9	123,405.00
Brent Robison	Director	\$950	4.8	4,560.00
Justin Sutherland	Director	\$950	153.8	146,110.00
Steven Hanzi	Director	\$950	6.9	6,555.00
Travis Phelan	Director	\$950	162.0	153,900.00
Dana Schwartz	Director	\$880	120.3	105,864.00
Hoyle J Fulbright	Senior Vice President	\$860	9.6	8,256.00
John L Somerville	Senior Vice President	\$825	40.9	33,742.50
Bennett F Mackay	Senior Vice President	\$805	123.3	99,256.50
Matthew Birtwell	Senior Vice President	\$805	12.7	10,223.50
Vaibhav Asher	Senior Vice President	\$805	91.3	73,496.50
Ezra Roth	Senior Vice President	\$735	9.9	7,276.50
Kristina Galbraith	Senior Vice President	\$735	3.0	2,205.00
Kaitlyn A Sundt	Senior Vice President	\$585	17.1	10,003.50
Heather E Saydah	Senior Vice President	\$550	1.2	660.00

¹ AlixPartners' standard hourly rates are reviewed semi-annually and certain professionals' rates were adjusted as of January 1, 2023. Adjustments included reasonable, routine, across-the-board rate increases to reflect promotions and general market increases comparable to market rates of comparable firms performing similar services.

ALIXPARTNERS, LLP

SUMMARY OF HOURS AND FEES BY PROFESSIONAL
JANUARY 1, 2023 THROUGH JANUARY 31, 2023

ALIXPARTNERS, LLP**SUMMARY OF HOURS AND FEES BY MATTER CATEGORY²**
JANUARY 1, 2023 THROUGH JANUARY 31, 2023

Code	Matter Category	Hours	Fees
1.1	Chapter 11 Process / Case Management	237.8	\$ 230,680.00
1.2	Communication & Meetings with Interested Parties	126.8	137,324.50
1.3	Communication with Regulatory Parties	-	-
1.4	U.S. Trustee / Court Reporting Requirements	-	-
1.5	Forensic Analysis	1,200.7	1,057,768.50
1.6	Document Review	229.6	179,972.50
1.7	Interviews	-	-
1.8	Public Data & Research	12.5	9,359.00
1.9	Claims Process	-	-
1.10	E-Discovery	125.0	103,207.50
1.11	Reporting & Presentation of Findings	262.0	198,565.50
1.12	Preparation for / Attend Court Hearings	6.9	6,979.00
1.13	Retention Applications & Relationship Disclosures	30.7	22,366.50
1.14	Fee Applications	53.5	31,573.50
1.15	Financial Statement Reconstruction	127.1	113,465.50
1.31	Travel Time	41.5	23,341.25
	Total Hours and Fees By Matter Category	2,454.1	\$ 2,114,603.25

Average Billing Rate \$ 861.66

² The subject matter of certain time entries may be appropriate for more than one matter category. In such instances, time entries generally have been included in the most appropriate category. Time entries do not appear in more than one category.

ALIXPARTNERS, LLP**SUMMARY OF EXPENSES**
JANUARY 1, 2023 THROUGH JANUARY 31, 2023

Expense Category	Amount
Airfare	\$ 3,615.47
Gas/Fuel	71.12
Ground Transportation	1,153.81
Internet	8.00
Lodging	2,616.11
Meals	663.68
Mileage	524.00
Parking & Tolls	422.09
Total Expenses	\$ 9,074.28

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et. al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Hearing Date: Only if objections are filed

Objections Due: March 27, 2023 at 4:00 p.m. (ET)

**SECOND MONTHLY FEE STATEMENT OF ALIXPARTNERS, LLP, FORENSIC
INVESTIGATION CONSULTANT TO THE CHAPTER 11 DEBTORS AND
DEBTORS-IN-POSSESSION, FOR COMPENSATION FOR PROFESSIONAL SERVICES
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THE PERIOD FROM JANUARY 1, 2023 THROUGH JANUARY 31, 2023**

AlixPartners, LLP (“AlixPartners”), as forensic investigation consultant to the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), hereby submits its second monthly fee statement (the “Monthly Fee Statement”) for allowance of compensation for professional services rendered and reimbursement of out-of-pocket expenses incurred for the period from January 1, 2023 through January 31, 2023 (the “Fee Period”). AlixPartners respectfully states as follows:

Jurisdiction and Venue

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

Relief Requested

3. The bases for the relief requested herein are Sections 330 and 331 of Title 11 of the United States Bankruptcy Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-2 of the *Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware* (the “Local Rules”), the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330*, adopted June 11, 2013 (the “U.S. Trustee Guidelines”) and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 435] (the “Interim Compensation Order”).

Background

4. On November 11 and November 14, 2022 (as applicable, the “Petition Date”), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, thereby commencing the above-captioned chapter 11 cases (the “Chapter 11 Cases”) in this Court.

5. Joint administration of the Chapter 11 Cases was authorized by the Court by entry of an order on November 22, 2022 [D.I. 128].

6. No trustee or examiner has been appointed in these Chapter 11 Cases.

7. On December 15, 2022, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed the Official Committee of Unsecured Creditors (the “Committee”) [Docket No. 231].

8. On December 21, 2022, the Debtors filed their *Application for an Order Authorizing the Retention and Employment of AlixPartners, LLP as Forensic Investigation Consultant to the Debtors Nunc Pro Tunc to November 28, 2022* [Docket No. 277].

9. On January 20, 2023, the Court entered the *Order Authorizing the Retention and Employment of AlixPartners, LLP as Forensic Investigation Consultant to the Debtors Nunc Pro Tunc to November 28, 2022* [Docket No. 546] (the “Retention Order”).

10. The Retention Order approved the terms of AlixPartners’ hourly fee and expense structure set forth in the engagement letter dated November 28, 2022 (the “Engagement Letter”) and authorized AlixPartners to be compensated and reimbursed pursuant to section 327 of the Bankruptcy Code in accordance with the terms of the Engagement Letter, subject to the procedures set forth in the Bankruptcy Code, Bankruptcy Rules, Local Rules, U.S. Trustee Guidelines and the Interim Compensation Order, and any other applicable orders of this Court.

11. Pursuant to the Engagement Letter, Matthew Evans is the Partner & Managing Director responsible for this engagement, assisted by a staff of consultants at various levels with a wide range of relevant skills and abilities.

12. The Interim Compensation Order provides that upon the expiration of the objection deadline (the “Objection Deadline”), a professional may file a certificate of no objection (a “CNO”) with the Court with respect to any professional fees and out-of-pocket expenses not subject to objection. After a professional files a CNO, the Debtors are authorized to pay the professional 80% of the fees and 100% of the expenses not subject to an objection that are requested in the applicable Monthly Fee Application.

Fees and Expenses During the Fee Period

13. During the Fee Period, AlixPartners provided an aggregate of 2,454.1 hours of professional services in the amount of \$2,114,603.25 and incurred out-of-pocket expenses in the amount of \$9,074.28. After applying a 20% holdback of fees in the amount of \$422,920.65, AlixPartners seeks payment of 80% of fees for services rendered in the amount of \$1,691,682.60 and

100% of expenses incurred in the amount of \$9,074.28, for a total payment of \$1,700,756.88 for the Fee Period.

14. A detailed itemization, by matter category, of all services performed by AlixPartners with respect to the Chapter 11 Cases during the Fee Period is attached hereto as **Exhibit A**. This detailed itemization complies with Local Rule 2016-2 in that each time entry contains a separate time allotment, a description of the type of activity and the subject matter of the activity, all time is billed in increments of one-tenth (1/10) of an hour, time entries are presented chronologically in categories, and all meetings or hearings are individually identified. All services for which AlixPartners requests compensation were performed for, or on behalf of, the Debtors.

15. A detailed list of the out-of-pocket expenses incurred during the Fee Period are attached hereto as **Exhibit B**.

16. In accordance with section 330 of the Bankruptcy Code, AlixPartners seeks reimbursement only for the actual cost of such expenses to AlixPartners. AlixPartners submits that all such expenses incurred were customary, necessary and related to the Chapter 11 Cases and, by this Monthly Fee Statement, requests reimbursement of the same.

Summary of Services Rendered During the Fee Period

17. During the Fee Period, AlixPartners has conducted investigative inquiries and assisted the Debtors with (i) communications and meetings with stakeholders and their representatives; (ii) engaging in forensic analysis of financial and accounting data, trading records, and other associated data to determine intercompany loans, conduct liability analysis, and aid asset recovery efforts; (iii) review and analysis of Debtors' historical organizational documents, policies and procedures, and internal electronical communications; (iv) research into public data of crypto markets, asset pricing, and other information regarding crypto exchanges and market participants; (v) collecting and

structuring financial and accounting data to aid with forensic investigation efforts; (vi) prepare summaries from forensic investigation efforts aimed at asset recovery; and (vii) analysis of available structured and unstructured financial data to support construction of historical quarterly financial data for Debtor entities.

Services By Category Provided During the Fee Period

18. AlixPartners classified the services performed into separate categories. The descriptions below summarize the services provided by AlixPartners to the Debtors during the Fee Period.

Matter Code 1.1: Chapter 11 Process/Case Management

237.8 hours - \$230,680.00

- Organized and managed the Debtors' resources to effectively and efficiently plan, coordinate and manage the Chapter 11 process
- Reviewed and maintained dockets and case calendars
- Held working sessions to keep the engagement team informed of the latest case developments, remain aligned on the many workstreams, verify that resources are properly allocated to meet deadlines, and ensure all matters and issues are addressed in an efficient and timely manner

Matter Code 1.2: Communication & Meetings with Interested Parties

126.8 hours - \$137,324.50

- Met and communicated with, and prepared summaries for, various other Debtor professionals and/or their advisors, the U.S. Trustee, and other parties in interest

Matter Code 1.5: Forensic Analysis

1,200.7 hours - \$1,057,768.50

- Reviewed and analyzed financial data including, but not limited to, bank records, trading records, accounting or finance documents, and other data related to assets
- Traced cryptocurrency tokens and other digital assets on and off blockchains
- Analyzed smart tokens or DeFi products
- Conducted forensic analysis of digital artifacts and devices

Matter Code 1.6: Document Review

229.6 hours - \$179,972.50

- Reviewed documents including, but not limited to, memoranda, electronic communications (emails, instant messages, etc.), reports, policies and procedures

Matter Code 1.8: Public Data & Research

12.5 hours - \$9,359.00

- Obtained, reviewed and analyzed publicly available data sources including but not limited to crypto markets, asset pricing, trading volume, contract specifications and information regarding crypto exchanges and market participants

Matter Code 1.10: E-Discovery

125.0 hours - \$103,207.50

- Collected, processed and organized data
- Communicated and coordinated with Debtors' counsel regarding search terms, document review processes, privilege review and deadlines
- Prepared requested documents for production in discovery

Matter Code 1.11: Reporting & Presentation of Findings

262.0 hours - \$198,565.50

- Prepared and reviewed summaries from forensic investigation efforts
- Prepared oral presentations of findings
- Presented investigative findings

Matter Code 1.12: Preparation for/Attend Court Hearing

6.9 hours - \$6,979.00

- Prepared for Court hearings
- Attended Court hearings in person, by video conference, or telephonically

Matter Code 1.13: Retention Application & Relationship Disclosures

30.7 hours - \$22,366.50

- Drafted AlixPartners' retention application, proposed orders and declarations
- Analyzed relationship disclosures required by the Bankruptcy Code
- Communications regarding AlixPartners' retention
- Responded to inquiries from the U.S. Trustee regarding AlixPartners' retention

Matter Code 1.14: Fee Statements & Fee Applications

53.5 hours - \$31,573.50

- Drafted and reviewed the First Monthly Fee Statement for the period from November 28, 2023 through December 31, 2023, supporting schedules and exhibits
- Managed the fee application process in accordance with requirements of the U.S. Trustee and/or the Court

Matter Code 1.15: Financial Statement Reconstruction

127.1 hours - \$113,465.50

- Organized and analyzed available structured and unstructured data to construct quarterly financial statements at legal entity and silo levels

- Developed database to combine disparate accounting systems to aid in analysis of accounting data and to preserve accounting data backups
- Analyzed historical accounting records to determine deficiencies, corrections and appropriate treatment
- Identified and analyzed digital assets by legal entity and determine deficiencies, corrections and appropriate treatment
- Reviewed and investigated intercompany, related party and loan transactions, analyze cash movements and identify deficiencies, corrections and appropriate treatment
- Identified potential causes of action
- Researched and gathered data to support historical solvency analysis of the Debtors

Matter Code 1:31: Travel Time

41.5 hours - \$23,341.25

- Traveled to meetings outside of consultants' respective "home" office region (Hours billed under this category were billed at 50% of AlixPartners' standard rates)

19. AlixPartners believes that the fees and out-of-pocket expenses requested are reasonable, actual and for necessary services rendered or expenses incurred on behalf of the Debtors during the Fee Period.

20. AlixPartners has not entered into any agreement, express or implied, with any other party for the purpose of fixing or sharing fees or other compensation to be paid for professional services rendered in these Chapter 11 Cases. No promises have been received by AlixPartners or any member thereof as to compensation in connection with these Chapter 11 Cases other than in accordance with the provisions of the Bankruptcy Code.

Certification

21. A Certification of Matthew Evans is attached hereto as **Exhibit C** and incorporated herein. Matthew Evans certifies that he has reviewed the requirements of Local Rule 2016-2 and that the Monthly Fee Statement substantially complies with such rule.

Notice and No Prior Request

22. Notice of this Monthly Fee Statement has been given to the following parties or, in lieu of, to their counsel, if known: (a) the U.S. Trustee; (b) the Official Committee of Unsecured Creditors; and (c) all parties required to be given notice in the Interim Compensation Order. AlixPartners submits that no other or further notice is necessary.

23. No prior request for the relief sought in this Monthly Fee Statement has been made to this or any other Court.

Conclusion

WHEREFORE, AlixPartners, as forensic investigation consultant to the Debtors, respectfully requests: (i) an interim allowance of compensation for professional services in the amount of \$2,114,603.25 and reimbursement of out-of-pocket expenses in the amount of \$9,074.28 for the Fee Period; (ii) that, upon the expiration of the Objection Deadline and entry of a CNO, the Debtors are authorized to pay AlixPartners fees in the amount of \$1,691,682.60 (80% of \$2,114,603.25) and 100% of out-of-pocket expenses in the amount of \$9,074.28, for a total amount of \$1,700,756.88; and (iii) such other and further relief as this Court deems proper.

Dated: March 6, 2023

ALIXPARTNERS, LLP
909 Third Avenue, 28th Floor
New York, New York 10022

/s/ Matthew Evans

By: Matthew Evans
Partner & Managing Director